

BURBANK RIFLE & REVOLVER CLUB
(A California Corporation)

BYLAWS

ARTICLE I
General

Section 1 - Name and Objective

This California non-profit corporation shall be known as BURBANK RIFLE & REVOLVER CLUB. It shall also be known by its initials BRRC. Its objective shall be the promotion of marksmanship as a sport and recreation and shall be without profit to any member or members.

Section 2 - Seal

This Corporation shall have a seal which shall consist of the following design:
The words "Burbank Rifle & Revolver Club" in a circle and within the circle the words "Incorporated March 6, 1936".

Section 3 - Board of Directors

The management of the business and affairs of the Corporation shall be vested in a Board of Directors consisting of nine members until such number shall have been changed by amendment to these bylaws.

Section 4 - Principal Office

The principal office for the transaction of the business of the Corporation shall be located at the Fielding B. Hall Rifle Range in the northwest corner of section 28, Los Angeles County, California.

Section 5 - Affiliations

The Corporation shall, at all times, maintain its membership in or affiliation with the National Rifle Association of America and the California Rifle and Pistol Association. These memberships or affiliations may only be terminated or discontinued by authorization of two-thirds of the corporation's membership entitled to vote and in attendance at a meeting called for the purpose of voting upon such termination or discontinuance.

ARTICLE II
Membership

Section 1 - Conditions of Membership

The general conditions of membership in the club shall be as follows:

- (a) Sign and abide by the membership pledge contained in the application for membership;
- (b) Abide by the rules and regulations of the club;
- (c) Maintain membership in the National Rifle Association; and

- (d) Pay all dues and assessments.

Section 2 - Classes of Membership

The membership of the club shall consist of seven classes: Regular, Life, Associate, Senior, Junior, Honorary, and Honorary Life. All members shall continue to meet, on an annual basis, the qualifications of membership as set forth by these by-laws and by the Board of Directors. The total number of voting members shall not exceed three hundred (300).

- (a) Regular members are those persons elected by the Board of Directors to regular membership. They shall enjoy all privileges of this Club.
- (b) Life members shall be those members who have been members of the Club for five years, pay those fees as set by the Board of Directors, and are elected to Life Membership by the Board of Directors after review of their qualifications. They shall enjoy all privileges of this Club.
- (c) Associate Members are those elected by the Board of Director to Associate membership. An Associate member is defined as the spouse, cohabitating domestic partner or blood relative of a voting member. Associate Members shall be elected by the Board of Directors upon payment of fees and review of qualifications. Associate members shall have the privileges of regular membership.
- (d) Senior members are those regular members who have reached the age prescribed by the Board of Directors for Senior Membership. They shall enjoy all the privileges of membership.
- (e) Junior members are those who meet the requirements for junior membership as prescribed by the National Rifle Association. Junior members must be sponsored by a voting member of the Club and have the expressed permission of his or her parent or legal guardian and be elected by the Board of Directors. Junior members do not have the right to vote.
- (f) Annual Honorary memberships may be issued from time to time by unanimous vote of Directors present at a regular meeting of the Board. The number of Honorary Members shall not at any one time exceed ten. Honorary members shall enjoy full privileges of this Club except that they shall not have the right to vote.
- (g) Honorary Life Members are those elected by the Board of Directors to Honorary Life membership. The number of Honorary Life members shall not at any one time exceed ten. Honorary Life membership shall carry the full privileges of membership.

Section 3 - Voting Rights

Only Regular, Life, and Honorary Life members in good standing shall be entitled to vote.

Section 4 - Ownership of Club

The Burbank Rifle & Revolver Club has been formed as a non-profit Corporation under the laws of California and does not contemplate distribution of gains, profits, or dividends to its members. However, should the Corporation be dissolved, the assets of the Club after payment of all its debts has been made shall be distributed pro rata to only the voting members in good standing at the time of such dissolution or winding up. No other class of membership shall have any property interest in the assets of the Club.

Section 5 - Termination of Membership

A membership of any class may be terminated only in one of the following manners:

- (a) By resignation or death of the member.
- (b) By forfeiture arising from:
 - (i) Failure to pay dues or other amount owed to the Club.
 - (ii) Failure to comply with the provisions of these by-laws.
 - (iii) Willful and/or negligent violation of Club Rules and Regulations.
 - (iv) Failure to meet conditions for reinstatement of a membership suspended by the Board of Directors under Article II, Section 6, of these by-laws.

Section 6 - Transferability of Membership

- (a) Membership in this Corporation shall not be transferable or assignable, except at the discretion of the Board of Directors for what are deemed exceptional circumstances. Such circumstances shall not include a specified inheritance or assignment.
- (b) An Associate member, upon the death or resignation of the principal member or as otherwise prescribed by the Board of Directors, shall be given the opportunity to apply for regular membership status.

Section 7- Suspension of Membership

A membership may be suspended by a majority of the Board of Directors at any regular or special meeting of the Board. Upon suspension of a membership, the Board of Directors shall state the reasons for suspension and conditions for reinstatement. In the event conditions for reinstatement are not fulfilled to the reasonable satisfaction of the Board of Directors, the membership shall thereupon, at the direction of the Board of Directors, be declared forfeit.

Section 8 - Membership Procedure

Application for membership must be in writing in such form and containing such information as the Board of Directors may prescribe from time to time. Each application shall be signed by the applicant and by three board members. The application may be accompanied by the required admission fee and dues for the remainder of the year in which application is made, provide that dues paid for less than three months remaining in the year must be accompanied by the full amount of the succeeding year's dues.

A membership committee consisting of three members shall be appointed by the President.

The membership committee shall investigate and verify the qualifications of each applicant and endorse the application as recommended for or against admission to membership.

Applications endorsed by the membership committee shall be presented to the Board of Directors for final approval or rejection. The Board of Directors shall vote on each applicant with two-thirds of the Board required to elect to membership.

Section 9 - Dues and Assessments

The Board of Directors shall have the exclusive power to levy dues and assessments and fix the amount of the admission fee.

The amounts of the admission fee and annual dues shall be fixed by the Board of Directors at the beginning of each fiscal year. Assessments, if any, shall be levied only when required to preserve the existence of the Club and/or its property and shall be paid in accordance with terms

prescribed by the Board of Directors. Such terms shall be stated in the notice of assessment mailed to each member.

Dues shall be paid annually at the beginning of the Club's fiscal year in the manner prescribed by the Board of Directors. Dues shall be classed as delinquent if not paid thirty days after they are due. Any membership may be suspended for which annual dues have not been paid sixty days after they are due.

Membership may be forfeited for nonpayment of dues after six months from the first day of the fiscal year.

A membership forfeited for nonpayment of annual dues may, at the discretion of the Board of Directors, be reinstated only upon payment of annual dues for each annual period occurring after the date for which annual dues have been paid.

Membership shall be forfeit for nonpayment of assessments in accordance with terms stated in the notice of assessment.

Section 10 - Discipline

The Board of Directors shall have the power to discipline a member or to suspend or forfeit his membership for conduct, which in its opinion, reasonably tends to endanger the life of other members or to endanger the welfare, interest, character, or reputation of the Club, or for any conduct in violation of these by-laws or the Rules and Regulations of the Club.

No vote shall be taken by the Board of Directors on any proposed discipline, suspension or forfeiture pursuant to this section until ten days prior written notice to the offending member, setting forth the charges and the time and place when the same will be heard before the Board of Directors. Said notice shall be given to the member concerned by mail or e-mail addressed to his regular mailing or e-mail address shown by the records of the Club. If mailed, such notice shall be deemed to be given when deposited in the United States mail addressed to the member at his address as it appears on the Club records. If e-mailed, such notice shall be deemed to be given when transmitted via e-mail addresses to the member at his e-mail address as it appears on the Club records. Such member shall have the right to be heard at the time and place specified in the notice before a final vote is taken on any action. Pending such hearing the Board of Directors shall have the right to deny the privileges of the Club to such member.

ARTICLE III Meetings of Members

Section 1 - Annual Meeting

An annual meeting of the members shall be held during the Month of May at the time and place designated in the Notice of Annual Meeting for the purpose of electing Directors and such other business as may come before the meeting.

Section 2 - Special Meetings

Special meetings of the members may be called by the chairman of the Board of Directors, President, a majority of the Board of Directors, or by not less than one-tenth of the members having voting rights.

Section 3 - Notice of Meetings

Written or printed Notice of Meeting, stating the day, place, and hour of any meeting shall be delivered, either personally or by mail or e-mail, to each member entitled to vote at such meeting at least ten and not more than fifty days prior to the date of such meeting by or at the direction of the officers or persons calling such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the member at his address as it appears on the Club records. If e-mailed, such notice shall be deemed to be delivered when transmitted via e-mail addressed to the member at his e-mail address as it appears on the Club records.

Section 4 - Quorum

At any meeting of the members, twenty five per cent (25%) of all the votes entitled to be cast at such meeting shall constitute a quorum. If a quorum is not present at any meeting of the members, a majority of the members present may adjourn the meeting from time to time without further notice.

Section 5 - Proxies

At any meeting of members, a member entitled to vote may vote by proxy, executed in writing, on issues specified in a ballot.

ARTICLE IV Board of Directors

Section 1 - General Powers and Qualifications

The affairs of the Club shall be managed by its Board of Directors.

Directors must be voting members of the Club and must file written notice of acceptance with the Secretary of the Corporation.

Section 2 - Number and Tenure

The number of directors shall be nine. Each director shall hold office for a period of three years commencing with his or her election at the annual membership meeting and until his successor has been elected and qualified. The terms of office for the Board of Directors shall be staggered with one third being elected each year. Individual Directors may serve only two consecutive three-year terms. However, after serving two consecutive three-year terms, a member may be elected or appointed to fill a vacancy after sitting out for a period of one year.

Section 3 - Election of Directors

Directors shall be elected at the annual membership meeting. Those candidates receiving the most votes shall be elected to the openings on the Board. In the event that some Directors shall be elected for less than the normal three-year term, due to a vacancy or the start-up of staggered terms, those receiving the most votes shall be elected to the longest terms. Votes may be cast in person, or by proxy ballot as specified in Article II, Section 8. The notice of the annual membership meeting shall contain the names of those candidates for Director selected by the Board, any nominating committee designated by the Board, or by petition of ten or more voting members. The notice of the annual meeting shall also include a ballot containing the names of the candidates and a proxy ballot.

Section 4 - Regular Meetings

A regular annual Meeting of the Board of Directors shall be held without notice other than this by-law immediately after the annual meeting of members. The Board of Directors may provide by resolution the time and place for the holding of additional regular meeting without notice other than such resolution.

Section 5 - Special Meetings

Special meetings may be called by or at the request of the Chairman of the Board of Directors, the President, or any two directors. The person or persons authorized to call special meeting of the Board may fix the time and place of any meeting called by them.

Section 6 - Notice

Notice of any special meeting of the Board of Directors shall be given at least five days previously thereto by written notice delivered personally or sent by mail or e-mail to each director at his mailing or e-mail address shown by the Club records. Any director may waive notice of any meeting. The attendance of any director at any meeting shall constitute waiver of notice of such meeting except where attends a meeting for the expressed purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. Business to be transacted at the meeting need not be specified in the notice or waiver of notice of such meeting, unless specifically required by law or these by-laws.

Section 7 - Quorum

A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a majority of the Board are present at any meeting, a majority of the Directors present may adjourn the meeting from time to time without further notice.

Section 8 - Manner of Acting

The act of a majority of the Directors present at any meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these by-laws.

Section 9 - Vacancies

Any vacancies occurring in the Board of Directors shall be filled by the Board of Directors. A Director elected to fill a vacancy shall be elected for the period until the next annual meeting.

Section 10 - Compensation

Directors as such shall serve without compensation of any kind.

Section 11 - Removal of a Director

A majority of the voting members of the Club may, at a regular or a special meeting, remove a Director from office.

ARTICLE V Officers

Section 1 - Officers

The officers of this corporation shall be a president, one or more vice presidents (the number thereof shall be determined by the Board of Directors), a secretary, a treasurer, and such other officers as may be elected in accordance with the terms of this article. The Board of Directors may elect or appoint such other officers, including one or more assistant secretaries, and one or more assistant treasurers as it shall deem desirable, such officers to have the authority to perform the duties prescribed from time to time by the Directors. Any two or more offices may be held by the same person except the offices of president and secretary. Officers need not be Directors but must be voting members of the Corporation.

Section 2 - Election and Term of Office

The officers shall be elected annually by the Board of Directors. New offices may be created and filled at any meeting of the Board of Directors. Each officer shall hold office until his successor shall have been duly elected and qualified.

Section 3 - Removal

Any officer elected or appointed by the Board of Directors may be removed by the Board of Directors whenever, in its judgment, the best interests of the corporation would be served thereby.

Section 4 - Vacancies

A vacancy in any office because of death, resignation, removal, disqualification or otherwise may be filled by the Board of Directors for the unexpired portion on the term.

Section 5 - President

The president shall be the principal executive officer of the corporation and shall, in general, supervise and control all the business affairs of the corporation. He shall act as chairman of the Board of Directors and shall preside at all meetings of the members and of the Board of Directors. He may sign, with the secretary of any other proper officer of the corporation authorized by the Board of Directors, any deeds, mortgages, bonds, contracts or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these by-laws or by statute to some other officer or agent of the corporation.

Section 6 - Vice President

In the absence of the president or in the event of his inability or refusal to act, the vice presidents, in the order of their election, shall perform the duties of the president and when so acting shall have all the powers of and be subject to all the restrictions upon the president. Any vice president shall perform such other duties as from time to time may be assigned to him by the president or by the Board of Directors.

Section 7 - Treasurer

If required by the Board of Directors, the treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board of Directors shall determine. He shall have charge of and be responsible for all funds and securities of the corporation; receive and give receipts and monies due to the corporation from any source whatsoever, and deposit all such monies in such banks or other depositaries as shall be selected in accordance with Article VII of these by-laws; and in general perform all duties incident to the office of treasurer and such other duties as may from time to time be assigned to him by the Board of Directors.

Section 8 - Secretary

The secretary shall keep the minutes of the meetings of the members and of the Board of Directors in one or more books provided for that purpose; and see that all notices are duly given in accordance with these by-laws or as required by law; be custodian of corporate records and of the seal of the corporation and see that the seal of the corporation is affixed to all documents, the execution of which under its seal is duly authorized in accordance with the provisions of these by-laws; keep a register of the post office address of each member which shall be furnished to the secretary by such member; and in general to perform all duties incident to the office of secretary and such other duties as form time to time may be assigned to him by the Board of Directors.

Section 9 - Assistant Treasurers, Secretaries

If required by the Board of Directors, the assistant treasurers shall give bonds for the faithful discharge of their duties in such sums and with such sureties as the Board of Directors shall determine. The assistant treasurers and assistant secretaries shall perform such duties as shall be assigned to them by the treasurer, secretary or range officer, respectively, or by the president or by the Board of Directors.

ARTICLE VI Committees

Section 1 - Committees of Directors

The Board of Directors by resolution adopted by a majority of Directors in office may designate one or more committees consisting of two or more directors which shall have and exercise the authority of the Board of Directors only to the extent specified in the resolution authorizing such committee. The delegation of authority to any committee shall not operate to relieve the Board of Directors or any individual Director of any responsibility imposed on it or him by law.

Section 2 - Term of Office

The term of office of each committee shall be specified in the resolution authorizing such committee or, if not specified, until the next annual meeting of the members of the Corporation.

Section 3 - Chairman

One member of each committee shall be appointed chairman by the President.

Section 4 - Quorum

A majority of the committee shall constitute a quorum and the act of a majority of the members present at a meeting at which a quorum is present shall be the act of the committee.

ARTICLE VII Contract, Check, Deposits, Funds

Section 1 - Contracts

The Board of Directors may authorize any officer, officers, agent or agents of the corporation, in addition to the officers so authorized by these by-laws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation.

Section 2 - Checks, Drafts, Etc.

All checks, drafts, or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such officer, officers or agents of the Corporation and in such manner as shall from time to time be determined by the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the treasurer or and assistant treasurer and countersigned by the president of a vice president of the Corporation.

Section 3 - Deposits

All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select.

Section 4 - Gifts

The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purposes or for any special purposes of the Corporation.

ARTICLE VIII Books and Records

The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors, and committees having any authority of the Board of Directors, and shall keep at the principal office of the Corporation, a record of the names and addresses of members entitled to vote. All books and records of the corporation may be inspected by any member, or his agent or attorney for any proper purpose at any reasonable time.

ARTICLE IX Fiscal Year

The fiscal year of the Corporation shall begin on the first day of March and end on the last day of February of each year.

ARTICLE X
Amendments to By-Laws

These by-laws may be altered, amended or repealed and new by-laws may be adopted by much of the voting members of the Club at any regular meeting or at any special meeting, if at least thirty days written notice is given of intention to alter, amend or repeal or to adopt new by-laws at such meeting, and a quorum, as defined in Article III, Section 4 of these by-laws, is present at such meeting. Said notice shall be given by mail or e-mail addressed to the voting member's regular mailing or e-mail address shown by the records of the Club. If mailed, such notice shall be deemed to be given when deposited in the United States mail addressed to the member at his address as it appears on the Club records. If e-mailed, such notice shall be deemed to be given when transmitted via e-mail addressed to the member at his e-mail address as it appears on the Club records.